

PUBLIC NOTICE

Federal Communications Commission
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DA 05-2828

Released: October 27, 2005

**DOMESTIC SECTION 214 APPLICATION FILED FOR TRANSFER OF CONTROL
OF SEREN INNOVATIONS, INC. D/B/A ASTOUND BROADBAND, TO CC VIII
OPERATING, LLC, CHARTER FIBERLINK, LLC**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 05-298

Comments Due: November 10, 2005

Reply Comments Due: November 17, 2005

On October 13, 2005, CC VIII Operating, LLC ("CCVIII Operating"), Charter Fiberlink, LLC ("Charter Fiberlink") (CCVIII Operating and Charter Fiberlink collectively referred to as "Charter"), and Seren Innovations, Inc. d/b/a Astound Broadband ("Seren," together with Charter, the "Applicants"), filed an application, pursuant to sections 63.03 and 63.04 of the Commission's rules,¹ requesting authority for consent to transfer to Charter certain tangible and intangible assets and related liabilities of Seren used or useful in providing domestic interstate services.²

Applicants assert that this transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(i) of the Commission's rules because after the proposed transaction: (1) Charter will have a market share in the interstate, interexchange market of less than 10 percent; (2) Charter will provide competitive services exclusively in areas served by dominant local carriers that are not parties to the proposed transaction; and (3) neither of the Applicants are dominant with respect to any domestic service, and will not become dominant with respect to any domestic service after consummation of the proposed transaction.³

¹ 47 C.F.R §§ 63.03, 63.04; *see* 47 U.S.C. § 214.

² Applicants are also filing applications for transfer of control associated with authorization for international services. Any action on this domestic 214 application is without prejudice to Commission action on other related, pending applications.

³ 47 C.F.R. § 63.03(b)(2)(i).

Seren, a Minnesota corporation, is a non-dominant carrier that provides facilities-based local and long distance telecommunications service, cable television service, and high speed data service to customers in the cities of Sartell, Sauk Rapids, St. Cloud, St. Joseph and Waite Park, and the townships of Horton, LeSauk, Minden, Sauk Rapids and St. Joseph, Minnesota (the "Minnesota Customer Group"), as well as to customers in the communities of Concord, Walnut Creek and nearby areas of Contra Costa County, California (the "California Customer Group").⁴ Seren is authorized by the Commission to provide international and domestic telecommunications services. Xcel Energy, Inc. is the indirect beneficial owner of all of the outstanding capital stock of Seren.

CCVIII Operating, a Delaware limited liability company, is not authorized by the Commission to provide domestic or international services. The following describes the entities that hold a ten percent or greater ownership interest in CCVIII Operating: CCVIII Operating is wholly owned by CCVIII Holdings, LLC, a U.S. entity, which is wholly owned by CC VIII, LLC, a U.S. entity, which is wholly owned by CC V Holdings, LLC, a US entity, which is wholly owned by CCO NR Holdings, LLC, a U.S. entity, which is wholly owned by Charter Communications Operating, LLC, a U.S. entity, which is wholly owned by CCO Holdings, LLC, a U.S. entity, which is wholly owned by CCH II, LLC, a U.S. entity, which is wholly owned by CCH I, LLC, a U.S. entity, which is wholly owned by CCH I Holdings, LLC, a U.S. entity, which is wholly owned by Charter Communications Holdings, LLC, a U.S. entity, which is wholly owned by Charter Communications Holding Company, LLC, a U.S. entity. Charter Communications Holding Company, LLC is owned by the following U.S. entities: Charter Communications, Inc. (42.7%), Charter Investment, Inc. (34.6%), and Vulcan Cable III, Inc. (18.1%). Charter Communications, Inc. is 90.4% publicly owned. Vulcan Cable III, Inc. and Charter Investment, Inc. are both wholly owned by P.G. Allen, a U.S. citizen.⁵

Charter Fiberlink, a Delaware limited liability company, provides intrastate and interstate private line telecommunications services to customers in Minnesota. Charter Fiberlink is authorized by the Commission to provide international and domestic interstate telecommunications services. Charter Fiberlink's affiliates provide intrastate, interstate, and international telecommunications services to customers in Missouri, Wisconsin, Massachusetts,

⁴ On or about May 24, 2005, Seren entered into a proposed transaction to sell substantially all of its California assets and to transfer its customers in the California Service Area to Wave Division Holdings, LLC. See *Domestic Section 214 Application Filed for Acquisition of Assets of Seren Innovations, Inc., to Wave Division Holdings, LLC*, WC Docket No. 05-226, DA No. 05-2283, Public Notice (rel. Aug. 12, 2005); see also *Notice of Streamlined Domestic 214 Applications Granted*, WC Docket Nos. 05-237, 05-226, 05-241, & 05-242, DA 05-2440, Public Notice (rel. Sept. 12, 2005), corrected by *Erratum*, WC Docket Nos. 05-237, 05-226, 05-241, & 05-242, Public Notice (rel. Sept. 22, 2005). The California asset transaction is pending, subject to receipt of all necessary regulatory approvals. Consequently, after consummation of the transactions, Seren will no longer offer domestic telecommunications services in any areas.

Mr. Allen owns 9.6% of the equity interest and 92.5% of the voting interests of Charter Communications, Inc. As such, 4.5% of Charter Communications, Inc.'s ownership of CCVII Operating, LLC and Charter Fiberlink, LLC is attributed to Mr. Allen.

South Carolina and Tennessee.⁶ Charter Fiberlink is wholly owned by Charter Cable Operating Company, LLC, a U.S. entity, which is wholly owned by Charter Communications Operating, LLC, a U.S. entity. The remaining ownership line of Charter Fiberlink is described above beginning at CCO Holdings, LLC.

On or about July 20, 2005, CCVIII Operating and Seren entered into an Asset Purchase Agreement (the "Agreement") where CCVIII Operating will purchase from Seren substantially all of the assets, including the reception and distribution system providing facilities-based local and long distance telecommunications service, cable service, and high speed data service (the "System"), and the Minnesota Consumer Group, and assume certain liabilities relating to the System and the Minnesota Customer Group.

Immediately after consummation of the acquisition, CCVIII Operating will transfer to Charter Fiberlink certain contracts and other telecommunications related intangible assets of the System that are used or useful in provide local exchange and long distance telecommunications services. Additionally, CCVIII Operating and Charter Fiberlink will enter into the necessary arrangements to enable Charter Fiberlink to use the reception and distribution facilities of the System to provide local exchange and long distance telecommunications services to the Minnesota Customer Group and to new customers.

The Applicants assert that the proposed transaction is in the public interest because: (1) the Applicants do not anticipate any change to the rates, terms or conditions of service to the Minnesota Customer Group as a result of the transaction; and (2) the proposed transaction will promote competition in the domestic and international telecommunications market.

GENERAL INFORMATION

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer of control application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to sections 1.415 and 1.419 of the Commission's rules, 47 CFR §§ 1.415, 1.419, interested parties may file **comments on or before November 10, 2005 and reply comments on or before November 17, 2005.**⁷ Unless otherwise notified by the Commission, Applicants are permitted to transfer the assets and related control on the 31st day after the date of this notice.⁸ Comments may be filed using: (1) the Commission's Electronic Comment Filing System (ECFS), (2) the Federal Government's eRulemaking Portal, or (3) by filing paper copies. *See Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

⁶ Cable affiliates of Charter Fiberlink also provide cable television services and high speed data services to customers in franchised areas in approximately thirty-five (35) states.

⁷ See 47 C.F.R. § 63.03(a).

⁸ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

- **Electronic Filers:** Comments may be filed electronically using the Internet by accessing the ECFS: <http://www.fcc.gov/cgb/ecfs/> or the Federal eRulemaking Portal: <http://www.regulations.gov>. Filers should follow the instructions provided on the website for submitting comments.
- For ECFS filers, if multiple docket or rulemaking numbers appear in the caption of this proceeding, filers must transmit one electronic copy of the comments for each docket or rulemaking number referenced in the caption. In completing the transmittal screen, filers should include their full name, U.S. Postal Service mailing address, and the applicable docket or rulemaking number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions, filers should send an e-mail to ecfs@fcc.gov, and include the following words in the body of the message, "get form." A sample form and directions will be sent in response.
- **Paper Filers:** Parties who choose to file by paper must file an original and four copies of each filing. If more than one docket or rulemaking number appears in the caption of this proceeding, filers must submit two additional copies for each additional docket or rulemaking number.

Filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

The Commission's contractor will receive hand-delivered or messenger-delivered paper filings for the Commission's Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class, Express, and Priority mail should be addressed to 445 12th Street, S.W., Washington D.C. 20554.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty).

You may submit comments, identified by the above noted docket number, by any of the following methods:

- **Federal eRulemaking Portal:** <http://www.regulations.gov>. Follow the instructions for submitting comments.

- Federal Communications Commission's Web Site: <http://www.fcc.gov/cgb/ecfs/>. Follow the instructions for submitting comments.
- People with Disabilities: Contact the FCC to request reasonable accommodations (accessible format documents, sign language interpreters, CART, etc.) by e-mail: FCC504@fcc.gov or phone: 202-418-0530 or TTY: 202-418-0432.

In addition, one copy of each pleading must be sent to each of the following:

- (1) The Commission's duplicating contractor, Best Copy and Printing, Inc., 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, www.bcpweb.com; phone: (202) 488-5300 fax: (202) 488-5563;
- (2) Tracey Wilson-Parker, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-C212, Washington, D.C. 20554; email: tracey.wilson-parker@fcc.gov;
- (3) Adam Kirschenbaum, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-C211, Washington, D.C. 20554; e-mail: adam.kirschenbaum@fcc.gov;
- (4) Susan O'Connell, Policy Division, International Bureau, 445 12th Street, S.W., Room 7-B544, Washington, D.C. 20554; email: susan.o'connell@fcc.gov; and
- (5) James Bird, Office of General Counsel, 445 12th Street, S.W., Room 8-C824, Washington, D.C. 20554; e-mail: james.bird@fcc.gov.

Filings and comments are also available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. They may also be purchased from the Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, telephone: (202) 488-5300, fax: (202) 488-5563, or via e-mail www.bcpweb.com.

For further information, please contact Tracey Wilson-Parker at (202) 418-1394, or Adam Kirschenbaum at (202) 418-7280.

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